

**MINUTES OF SPECIAL MEETING
ILLINOIS GAMING BOARD
September 7-8, 2005
CHICAGO, ILLINOIS**

NOTE: ITEMS IN **BOLDFACE PRINT** REFLECT OFFICIAL BOARD ACTIONS

A Special Meeting of the Illinois Gaming Board ("Board") was held on September 7, 2005. The Board met in the conference room of the Gaming Board Offices on the 3rd floor at 160 N. LaSalle for closed session.

The following Board Members were present: Chairman Aaron Jaffe, Members Charles Gardner, Eugene Winkler, Joseph Moore, and James Sullivan.

The meeting convened at 10:00 A.M. Pursuant to Section 2(c), paragraphs (1), (11), and (14) of the Open Meetings Act and Section 6(d) of the Riverboat Gambling Act, Member Gardner moved that **the Board retire to Closed Session to discuss the items listed under Closed Session on today's agenda and relating to the following subject matters:**

- 1. Investigations concerning applicants and licensees;**
- 2. Pending litigation and matters involving probable litigation; and**
- 3. Personnel matters.**

Member Winkler seconded the motion. The Board approved the motion unanimously by voice vote.

The Board convened its Open session at 1:30 P.M.

Chairman Jaffe announced that the Board would take up the MGM matter and would then reconvene to Closed session to discuss the Penn National/Argosy acquisition. Chairman Jaffe stated that the Board has been working diligently on the Penn National/Argosy acquisition. Chairman Jaffe stated that there are still a lot of issues that the Board has to review.

Chairman Jaffe announced that after the Board's discussion regarding Penn National/Argosy in Closed session, the Board would then reconvene into Open session at 3:00 P.M.

MGM Mirage – Request to Increase its Indebtedness and Waiver of the Two – Meeting Rule

Member Winkler moved that **the Board waive the two-meeting rule required by Board Rule 3000.105(e) to permit MGM Mirage to present to the Board its request to increase its indebtedness.** Member Gardner seconded the motion. The Board approved the motion unanimously by voice vote.

MGM Mirage - Request to Increase its Indebtedness – Cid Froelich and Paul Jensen, Attorneys, were present on behalf of MGM Mirage to request to increase its indebtedness.

Mr. Froelich stated that MGM received a call from the market to inform MGM that they could increase their existing \$500 million dollar bond facility to \$875 million dollars because of lower interest rates. Mr. Froelich stated that MGM requested a waiver of the Two-Meeting Rule because the last day to take advantage of the lower rate is today.

Based on the staff's investigation and recommendation, Member Gardner moved that **the Board approve MGM Mirage's request to increase its indebtedness.**

Further, Member Gardner moved that **the board approve the 4th Amended and Restated Loan Agreement dated as of November 22, 2004 among MGM MIRAGE, MGM Grand Detroit, LLC, Bank of America, N.A. and The Royal Bank of Scotland PLC and Nevada Landing Partnership as a subsidiary guarantor under all existing indebtedness of MGM MIRAGE, Mandalay Resort Group and Mirage Resorts Incorporated, including but not limited to the indebtedness described in the above Loan Agreement and MGM's \$375 Million 6.625% Senior Note due in 2015.** Member Sullivan seconded the motion. The Board approved the motion unanimously by voice vote.

At 1:45 P.M. Member Moore moved that the Board reconvene to Closed session. Member Gardner seconded the motion. The Board approved the motion unanimously by voice vote.

Note: The Board did not reconvene in Open session.

The Board recessed the September 7, 2005 meeting to Thursday, September 8, 2005.

The following Board Members were present: Chairman Aaron Jaffe, Members Charles Gardner, Eugene Winkler, Joseph Moore, and James Sullivan.

The meeting convened at 10:55 A.M. Pursuant to Section 2(c), paragraphs (1), (11), and (14) of the Open Meetings Act and Section 6(d) of the Riverboat Gambling Act, Member Gardner moved that **the Board retire to Closed Session to discuss the items listed under Closed Session on today's agenda and relating to the following subject matters:**

- 4. Investigations concerning applicants and licensees;**
- 5. Pending litigation and matters involving probable litigation; and**
- 6. Personnel matters.**

Member Winkler seconded the motion. The Board approved the motion unanimously by voice vote.

The Board adjourned at 12:25 P.M.

Respectfully submitted,
Monica Thomas

Secretary to the Board